

Manor Restaurant Investors, Ltd.  
c/o Endeavor Real Estate Group attn: Buck Cody and Charlie Northington  
500 W 5th Street, Suite 700  
Austin, TX 78701

May 15, 2024

City of Manor  
Attn: Planning and Zoning and Manor City Council  
c/o Mr. Scott Dunlop, Development Services Director

**VIA EMAIL**

Re: Manor Crossing – Chipotle Development (with Heartland Dental)

Mr. Dunlop,

The purpose of this letter is request a Special Use Permit (the “SUP”) to allow for medical use (dental) for a portion of our Chipotle-anchored two-tenant building located in Manor Crossing. As your team is aware we have finalized our plans and made our initial submission to the City a couple of weeks or so ago, and are making good progress regarding the procurement of the necessary building and site permits to get our project started. We have sincerely enjoyed working with all of the City of Manor stakeholders thus far and appreciate everyone’s support.

Heartland Dental will occupy approximately 3,860 sf immediately adjacent to Chipotle. Their hours vary on a location by location basis, but typical hours consist of 8:00 AM to 5:00 PM Monday through Friday. Heartland Dental was founded in 1997 and is the nation’s leading dental support organization, with 1,700 offices in 38 states. They operate under many different tradenames (i.e. stores are not called “Heartland Dental”), and partner with and support local dentists by relieving the doctors from the administrative burdens of running a dental practice so that the dentists can focus on their core competency (providing dental services). From the consumer’s point of view, a visit to a Heartland facility is no different than a visit to any other state-of-the-art dental facility. As the largest and most active retail developer in the region we have had the good fortune of working with Heartland on a number of different occasions and have always found them to be a wonderful co-tenant in the projects in which they operate.

Our leases with both Heartland and Chipotle are fully executed – and until just recently we believed that we were on the cusp of getting our project out of the ground and getting Chipotle opened in Manor. Heartland and Chipotle frequently co-exist in these new projects where Chipotle is on an end-cap, as Chipotle is only willing to enter non-major metro markets when they have tight control over their parking field and accessibility to their pick-up window. Chipotle will not go next to another restaurant user as part of a project like this because of parking and traffic constraints, and as is the case virtually everywhere true retail leases (not service or food) are virtually non-existent in small-shop format. Most importantly, from an underwriting, capitalization, and ultimately delivery standpoint we must have Heartland to get our project out of the ground. Consequently, we are moving forward with our request of the SUP and hope to have it in hand quickly so as to stay on our schedule and get Chipotle opened as soon as possible.

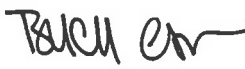
As you may be aware, medical office is specifically called out as an approved use in the development's REA, as the industry leading retailers (HEB and Home Depot, who drive the REA document) know that tenants like Heartland are found in the best retail shopping centers throughout Texas (including both The Domain and Saltillo – two of our most recent high-visibility projects).

When reviewing requirements associated with the SUP we ask that both P&Z and City Council recognize that this permit “will not alter the character of the area adjacent to the property, will not impair the use of the adjacent conforming property, and will not impair the purpose of the regulations of the zoning district” because the project is surrounded by mixed use retail (Chili's, Chipotle, UFCU, and Discount Tire being the most proximate tenants). Furthermore, there is no question that the SUP will not impair the purpose of the regulations of the zoning district because Heartland is consistent with the definition of the zoning district in that it will be “serving local and regional needs”.

Please let us know if there are any unanswered questions or additional ways that I can be of service as we work to get this resolved. We sincerely appreciated the opportunity to sit down with City Staff and our client Home Depot many months ago when we kicked off that key component of this project and very much look forward to another successful Chipotle-centered outcome here as well.

We sincerely appreciate the time and attention to this matter to date and are very proud of and thankful for the role we have played and will continue to play bringing best in class operators to Manor Crossing.

Highest and best regards,

By:   
Name: Buck Cody  
Title: Manager